

The Man From

U.N.C.L.E.

"The Dippy Blonde
Affair"

(FORMERLY: ~~"THE VERY GRAVE AFFAIR"~~)

Prod. #7485

"The Dippy Blonde Affair"

REVISED FINAL

A
METRO-GOLDWYN-MAYER
TELEVISION
Presentation

Produced by
GENA PRODUCTIONS, INC.

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November 8, 1965

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FADE IN:

EXT. WOODS OUTSIDE MANSION GATE - MED. SHOT - NIGHT 1

as SOLO creeps forward through dense foliage to peer
at something O.S.

LONG SHOT - SOLO'S POV 2

Opposite the place where Solo crouches, is a gate
entrance, flanked by a high wall which surrounds a
huge, colonial-style mansion. A GATEKEEPER walks
slowly across this side of the locked gates and takes
a relaxed position underneath a sign which reads
"DANGER - HIGH VOLTAGE."

3-5
OUT

REACTION SHOT - SOLO 6

He's stymied. He pulls out his pocket communicator.

SOLO (quietly - into
communicator)
This is Trailblazer....direct line,
please....

ZIP PAN TO:

EXT. NEW YORK SKYLINE - FULL SHOT - (STOCK) - NIGHT 7

ZIP PAN TO:

INT. WAVERLY'S OFFICE - TWO SHOT - NIGHT 8

of WAVERLY and ILLYA, as they stand listening at
the communications panel next to Waverly's desk.

WAVERLY (into panel
mike)
Go ahead, Mr. Solo....

8
CONT'D
(2)

At Waverly's words, CAMERA PANS around to discover
FOUR UNCLE AGENTS standing expectantly near the
door in B.G.

INTERCUTS - SOLO - WAVERLY AND ILLYA

9

SOLO (into
communicator)
Aside from a few slightly excessive
security measures, I don't see any-
thing yet that indicates a Thrush
hangout. Now if I can....
(looks O.S.)
...wait a minute...

Solo has interrupted himself as, from the direction
of the mansion gate, the reflection of a pair of
headlights flash briefly across his face. We HEAR
the SOUND of an approaching truck.

INTERCUTS - SOLO - MANSION GATE AREA

10

A moving van is arriving at the gate. The Gate-
keeper moves to peer into the cab of the van,
speaking to its DRIVER who, in turn, shows the
Gatekeeper his identification.

SOLO (into communicator)
I think I just found a way in.
Stick around....I'll report as I go...

CAMERA FOLLOWS Solo as he moves in a swift crouch
toward the moving van at the gate.

MED. SHOT - MOVING VAN AND GATE

11

The Gatekeeper, having satisfied himself as to
the van Driver's credentials, steps back toward
the wall. As he does so, Solo emerges from the
bushes behind the truck. CAMERA MOVES IN AND
FOLLOWS as he quickly scrambles up its rear to
lie flat across its roof. CAMERA THEN PANS back
over to the Gatekeeper, who flicks a switch on a

small light panel set into one of the gate pillars.
As he does so, we

11
CONT'D
(2)

QUICK CUT TO:

EXT. BUSHES OUTSIDE WALL NEAR GATE AREA - CLOSE SHOT 12

Still on this side of the high fence, but several yards from the Gatekeeper, a clump of bushes suddenly (mechanically) springs apart, revealing TWO THRUSH GUARDS hunched over a .30 calibre machine gun which faces the gate entrance. They are both wearing Thrush uniforms.

REVERSE ANGLE 13

With the backs of the two guards' heads in F.G., we can see the van and the Gatekeeper, who now waves an "okay" gesture to the two guards. One of them gives a slight return wave, and immediately, the clump of bushes comes together again, shielding the gate area from our view.

CLOSE SHOT - SOLO 14

Lying atop the van, his communicator is at the ready.

SOLO (into communicator)
It's the jackpot, all right. Little Thrushbirds all over the place. One .30 calibre outside the wall controlled by gatekeeper...

FULL SHOT 15

from atop the van, with Solo lying in F.G. as the big vehicle carries him slowly up the long circular driveway toward the great, colonial-style mansion beyond. A FEW THRUSH GUARDS, bearing rifles, are stationed here and there around the grounds.

INTERCUTS - SOLO - SECOND MACHINE GUN CREW 16

Midway between the gate and the mansion, several

yards across the lawn from the driveway, TWO more THRUSH GUNNERS follow the progress of the van with the muzzle of their tripod-borne .30 calibre weapon.

16
CONT'D
(2)

SOLO (into communicator)
...assorted Thrush riflemen meandering around....all very ugly fellows...
another .30 calibre about twenty yards west of the wall...

INT. WAVERLY'S OFFICE - TWO SHOT

17

of Waverly and Illya.

WAVERLY (into panel mike)
Good job, Mr. Solo...
(turns to Illya - gives a
'go-ahead' nod)
...Move!

CAMERA FOLLOWS Illya as, without a word, he dashes across the room toward the other four agents. Together, they all rush from the room. As the door closes behind them, CAMERA PANS BACK to Waverly.

WAVERLY (cont'd; into
panel mike)
They're on their way, Mr. Solo.
Now you get out of there until
they arrive.

EXT. FRONT OF MANSION - FULL SHOT - NIGHT

18

As the moving van is approaching the front steps of the mansion, we see that an automobile is already parked there. A Thrush CAPTAIN and one other THRUSHMAN stand atop the steps, and next to the doorway itself stands a collegiate-looking fellow with the button-down face of a bright young executive. His name is HARRY PENDLETON.

CLOSE SHOT - SOLO

19

Obviously the place is crawling with undesirables, and obviously this is not the time to try dashing off somewhere.

SOLO (softly - into
communicator)

Well, that's very thoughtful of you,
sir, but eh...

19
CONT'D
(2)

INTERCUTS - PENDLETON - GUARDS - SOLO

20

PENDLETON (to Captain)
Until the equipment's been loaded
into it, I want this van surrounded
by every man we've got.

The Captain beckons to others on the lawn before
moving down the steps toward the van. Flattened
on its roof, Solo peers around and reacts gulp-
ingly to the idea of moving so much as a finger.

SOLO (very softly -
into communicator)
...if I should just jump up and
dash away before Illya gets here...
(looks around at gun-
bearing guards again)
...I'd never forgive myself.

FADE OUT:

END TEASER

ACT ONE

FADE IN:

EXT. FRONT OF MANSION - FULL SHOT - NIGHT

21

There has been no time lapse. The Captain and Thrush guard have come down the steps and have gone to the rear of the van with its Driver to swing open its doors. CAMERA CRANES UP to the top of the van so that we are looking across Solo's still-flattened, still unobserved form to the mansion doorway where Pendleton now flicks his cigarette away, turns, and re-enters the mansion.

CUT TO:

INT. MANSION FRONT HALL - FULL SHOT - NIGHT

22

The hallway is jammed with crates and boxes ready for shipment. SEVERAL THRUSHMEN are presently moving an entirely disattached instrument panel (its wires dangling all over the place) into the front hall from the library in B.G. Pendleton enters and moves to the door of the library, where he must stand aside for a moment to let his "moving men" pass with their cargo.

PENDLETON (to movers)
Careful with that. I intend to
return Thrush property in the same
condition it was in when they put
it here.

As the movers nod and pass him by, Pendleton turns into his library, which the extraction of the Thrush equipment has almost completely denuded.

QUICK CUT TO:

INT. LIBRARY - FULL SHOT

23

There are but two items of furniture left in the room: a bridge table, upon which rests a rectangular black leather case; and, on the far wall, what appears to be a built-in television screen. As Pendleton enters, he sees gaunt, elderly DOCTOR SEGAL standing idly by the bridge table, running his fingers fondly over the black box.

PENDLETON (looking
around room)

Well, doctor....It may not look
much like a Thrush laboratory any
more, but I must confess I'll be
grateful to see some books and
pictures in here again.

23
CONT'D
(2)

CAMERA MOVES IN TO A TWO SHOT as Pendleton has
approached the bridge table, and stares down at the
closed black case with almost the same amount of
satisfaction that Segal exhibits.

PENDLETON (cont'd)

It's about that time, isn't it?
Let's show Mr. Baldanado what
he's got here.

CAMERA MOVES WITH Pendleton as he goes to the built-
in screen on the opposite wall. He presses a button
beneath it, and stands waiting for it to stop blipping
after its initial glow.

ZIP PAN TO:

EXT. FACADE OF NIGHT CLUB - ESTABLISHING - NIGHT

24

the "RIVERVIEW COUNTRY CLUB". We HEAR the sound of
pleasant dance music, O.S.

QUICK CUT TO:

25 OUT

INT. BALDANADO'S OFFICE - MED. SHOT - NIGHT

26

from behind Baldanado's desk in F.G., as he enters
through the door in B.G., from which we HEAR crowd
NOISES and the same dance music. SIMON BALDANADO
is a very large, olive-skinned man in his sedentary
forties. The frigidity in his eyes and the gigantic
scar which runs diagonally down his face from the left
side of his forehead to the right side of his second
chin, combine to render him decidedly creepy-scary.
Any sense of brightness or levity has been long ago -
and irrevocably - lost to him. Closing the door behind
him, he flicks the light switch on and off twice, and
a steel grating descends quickly from ceiling to floor
in front of the door. CAMERA PANS WITH him as he
moves to a wall, presses his hand against a panel.
It opens, revealing the same kind of telescreen we
saw in Pendleton's place. He fiddles with the knobs
below it, and waits for an image to focus.

QUICK CUT TO:

INT. MANSION LIBRARY - CLOSE SHOT

27

looking over Pendleton's shoulder, as he too waits for an image to appear.

JOJO'S VOICE (o.s.)

Harry?...

ANGLE ON JOJO

28

JOJO TYLER stands in the doorway of the library. Although she wears a full length mink, she has a tape measure around her neck, a pencil over her ear, and a sample of carpeting slung over her shoulder. She is in her early thirties; a woman, not a girl. Short (but definitely not small) and blonde, her demeanor reflects a sort of off-center quality that strikes us not as kookiness, but as a warm exuberance never lost. Thus, whatever ten-cents-a-dance background we may suspect her of, we like her enough never to want to prove it.

JOJO (cont'd)

Tell me, Dear Heart; why don't you just shake loose with a couple of bucks and get a real decorator to do this?

(indicates carpet sample,
then barren room)

...I mean, I don't mind going around to the stores and picking out fabrics for you, Lover, but my experience is not exactly in the field of homemaking, you know.

PENDLETON (she shouldn't
be in here)

Eh, Jojo...we're a little tied up with business right now, honey. Why don't you...

ANGLE FAVORING PENDLETON

29

As he has turned toward Jojo, Baldanado's face has appeared on the TV screen behind him.

BALDANADO (interrupting)

Pendleton...

INTERCUTS - JOJO - PENDLETON AND BALDANADO

30

PENDLETON (turning
quickly back to screen)
Oh...yessir. The moving van's here,
Mr. Baldanado. The equipment'll be
on its way back to you in...
(notices Baldanado looking
past him to Jojo)

...eh...
(indicates Jojo)
...You recall Miss Tyler, sir. She
was with me at the Alpha Section
dinner party last month?

BALDANADO (utterly poker-
faced-but gaping)
Ah, yes; the martini champion in
the black sheath dress, as I recall.
How do you do, Miss Tyler?

JOJO (a bit unsure)
How do you do?

BALDANADO (still to Jojo
- as he recalls that black
sheath dress)
...Yes, indeed...

Baldanado's glum-gus gaping makes Jojo want to go
take a long, very cleansing shower.

JOJO
Eh...
(to Pendleton)
...Harry...I've got some other carpet
samples out in the car. I'll just,
eh...
(Baldanado's televised face is
really giving her the willies)
...be right back.
(exits)

FULL SHOT

31

Doctor Segal stands with his back to us in F.G.,
his hand still resting on the rectangular black
case. From B.G., Baldanado's televised face turns
toward him.

BALDANADO
Dr. Segal? I assume that box
you're hovering over represents
some tangible results?

ANGLE FAVORING SEGAL

32

as he picks up the box and carries it to the screen, proudly anxious to display his wares.

SEGAL

Results! I shall show you some results.

CLOSE SHOT

33

looking over Segal's shoulder as, reaching the screen, he opens the box. Set in velvet, like valuable jewelry, are two small, rounded spheres of metallic substance, from which many icicle-like crystals protrude as from a healthy porcupine.

SEGAL (cont'd)

You see, Mr. Baldanado; to produce positive or negative ions in a particular atmosphere....

(shrugs disdainfully)

...that in itself is nothing. But by inserting these in the machine you already have...to magnify and intensify those ions....The effect upon any victim must be....

(chuckles)

...absolute.

QUICK CUT TO:

EXT. FRONT OF MANSION - FULL SHOT - NIGHT

34

from atop the moving van where Solo watches Jojo come down the mansion steps and move to the trunk of her car.

ANGLE ON REAR OF VAN

35

Several Thrushmen have just finished loading the last of the equipment into the van as the Captain watches, and now wearily shut its doors, grateful that the job's done.

CAPTAIN

Well, that's that. All you guys get back to your posts...

INTERCUTS - SOLO - JOJO - THRUSHMEN

36

Solo, somewhat relieved to see the guards dispersing, sees that Jojo leaves the car keys in the trunk lock as she opens the lid and rummages through the trunk. Solo then chances to look up (O.S.) toward the second story of the mansion.

POV

37

An armed Thrush guard has come out onto the second story balcony for a smoke. He sits down on the edge of the balcony railing, and although he is facing partially away from the moving van, a slight turn of his head will enable him to look directly down at Solo.

REACTION SHOT - SOLO

38

He is unhappy.

ANGLE ON JOJO

Leaving her trunk lid open and her keys in the lid-lock, she walks back up the steps with a bunch of carpet samples.

39

QUICK CUT TO:

INT. LIBRARY - MED. SHOT

40

as Pendleton and Segal face Baldanado on the screen.

BALDANADO (to Segal)
Very fine, Doctor Segal; very fine...

(to Pendleton)
Pendleton, I've got four engineers here waiting to help you install those spheres in the projector. Thrush Central says it must be operative in Saigon by the end of the week. I intend to meet that deadline.

PENDLETON
I can have them installed by then, Sir, if I can get to the machine immediately.

SEGAL (hesitant)
Eh...Mister Baldonado...about my pr

CLOSE SHOT - JOJO

41

As yet unobserved, she appears in the library doorway with her carpet samples.

MED. SHOT

42

of Pendleton, Segal and Baldanado's face. He and Pendleton smile at each other (Baldanado's smile is like a flat tire), as though about to perpetrate an 'inside' joke. And indeed, without the necessity of an order. Pendleton pulls out his pistol with the easy aplomb of the professional Thrush killer. He turns it on Segal.

BALDANADO (to Segal -
dully)
Terrible, isn't it? People will go
to any lengths not to pay their
doctor bills. Goodbye.....Doctor.

Baldanado's face disappears as the wall screen goes blank.

INTERCUTS - PENDLETON - SEGAL - JOJO

43

As Pendleton levels his pistol, Segal backs away in silent but open-mouthed panic. Watching it all with unbelieving, horrified fascination, Jojo looks like she may be sick. Pendleton FIRES. Segal falls. Jojo SCREAMS. Surprised at her presence in the doorway, Pendleton turns to face her. For a long, electric moment, his face - and the slowly changing direction of his gun barrel - reflect the problem of what to do with someone who's just seen what she shouldn't have.

CAPTAIN'S VOICE (far
O.S.)
Hey! - What're you doing up there?

FULL SHOT

44

from the library doorway, with Jojo in F.G. The electric moment has been short circuited by the sound of that O.S. voice. Now, we HEAR the SOUND of a single Thrush RIFLE SHOT. Galvanized into action, Pendleton rushes toward us, right past Jojo, and out of the library. CAMERA HOLDS ON Jojo's face as she turns shakily to watch Pendleton go by. She is short of breath; half numb, and bleary from the impact of it all.

CUT TO:

EXT. FRONT OF MANSION - FULL SHOT - NIGHT

45

The Thrushman we saw on the balcony stands looking down at the top of the truck. Solo has rolled to the edge of the van roof, and now swings off all the way to the ground, just as the balcony Thrushman FIRES again. Solo has put the truck between himself and the balcony.

ANGLE FAVORING SOLO

46

He dashes forward and yanks the keys out of the still open trunk lid of Jojo's car, as another bullet pocks the ground in the open space he must cross between the car and van. CAMERA FOLLOWS as Solo jumps into Jojo's car, bends down out of sight immediately as bullets spray holes all the way across the windshield, and then guns the engine. CAMERA PANS WITH the car as Solo peels out down the circular driveway, then QUICK PANS BACK TO the mansion entrance, from which Pendleton now emerges. The Captain FIRES at the car from the bottom of the steps.

PENDLETON

What is it? Who's that?

CAPTAIN

We don't know.

PENDLETON (screaming

across lawn)

Use the machine guns!

EXT. MANSION GROUNDS - LONG SHOT

47

with the (inside the walls) machine gunners in F.G. They FIRE at Jojo's speeding car as it heads for the locked mansion gates. The car's tires are hit, and it careens crazily.

LONG SHOT - THROUGH CAR WINDSHIELD

48

Solo is trying desperately to keep the car under control as he speeds toward the gates, just outside of which, the Gatekeeper is watching him come with something less than joy.

FULL SHOT

49

as the car crashes into, and partially through, the gates. They're off their hinges and bashed apart, but they've stopped the car dead. As all the Thrushmen in the area are rushing toward the mess, Solo's arm emerges from the window on the driver's side. Slowly, in weary surrender, the arm waves a white handkerchief.

ZIP PAN TO:

INT. LIBRARY - MED. SHOT - NIGHT

50

as Pendleton enters the library to find Jojo staring down - horrified - at Segal's body, and at the sphere box which lies beside it. She turns, startled and frightened now at the very sight of her boy friend Pendleton as he approaches. He bends down to pick up the spheres, then turns to face Jojo. He is no longer a boy friend. He is The Complete Thrushman. They stare at each other for a beat - each with their own reactions to what she's witnessed.

CLOSE INTERCUTS - JOJO - PENDLETON

51

JOJO (softly - quavering)
Harry? I don't...I don't think I
want to go out with you any more,
Harry.

PENDLETON
I told you we were conducting some
business in here, my dear. And
although I know you didn't mean to
see any of this, the unfortunate fact
remains, doesn't it?

JOJO (should she faint?)
What fact is that, Harry? You know
we've...we've never really discussed
the...
(gulp)
...technicalities of your...
(a glance at Segal's body)
...business?

PENDLETON
Precisely. You're not a member of
Thrush, and I've never told you much
about it, of course...

As Pendleton speaks, he turns away from JoJo.
ANGLE WIDENS as he moves toward the denuded bar
across the room.

51
CONT'D
(2)

INTERCUTS - JOJO - PENDLETON

52

Pendleton steps to the shelving behind the bar,
and presses a hidden button. The shelves swing
away, revealing a hidden compartment.

PENDLETON (cont'd.)
...yet you have witnessed the
demise of the good doctor here.

He places the box containing the spheres in the
small compartment.

PENDLETON (cont'd.)
Now surely you can't blame me
for wanting to...

He pauses in his speech just as he pushes the
hidden button again. Thus, the compartment
door SNAPS shut (with the box now concealed)
at an instant which emphasizes the point he's
about to make.

PENDLETON (cont'd.)
...ensure your...silence, as it were.

ANGLE FAVORING JOJO

53

She's not interested in hidden compartments. She's
pretty damned trepidatious about what the tone of
his words portend.

JOJO
Now wait a minute, Harry Pendleton...

Knowing she'd better talk fast, and deciding that
a bluff-like aggressiveness might get her some-
where, she advances on Pendleton with chin out-
stretched.

JOJO (cont'd.)

...I may not have that funny little Thrushbird of yours tattooed on my chest, but I am certainly no blabber-mouth! Any guy I've ever gone with, I've never....

PENDLETON (interrupts

- very calmly)

My men have just captured themselves a slightly battered enemy agent.....

(parenthetically)

...an Uncle agent, if that means anything to you....Now he will, of course, have to be killed...

JOJO (wide-eyed, with

hysterica in the offing)

What is this with all of a sudden killing everybody all of a sudden!...

(it's all so incomprehensible)

...Last night, we...we just went to the movies.

PENDLETON

And I thought, perhaps, that I might take you into the next room and let you kill him....

(as she reacts)

...Well, that would make you one of our little Thrush family, wouldn't it, honey?....

(quietly frigid now)

...just like the rest of us.

JOJO (softly - in

horror)

...Harry...

PENDLETON

Yes, I think so. You see, my dear...

At this point he moves close to her and gives her cheek a warm, cozy little pinch of love and affection.

PENDLETON (cont'd)

...our personal relationship notwithstanding, either you do away with that Uncle agent and thereby commit yourself - your life - completely to Thrush...

(another pause, as he plants a cute little kiss on the end of her horrified nose)

...or you'll have no life at all, sweetheart.

CAMERA MOVES IN to a VERY CLOSE SHOT of Jojo's face, as we:

EXT. OUTSIDE MANSION GATES - MED. CLOSE SHOT - NIGHT 55

The Gatekeeper and the first (outer area) machine gun crew stand quite close together, their backs to CAMERA, staring at Jojo's wrecked car and the bashed gates.

GATEKEEPER

Boy, those Uncle guys've got guts.
And lemme tell you; where there's one
of 'em, -- there's bound to be...

The Gatekeeper's speech is interrupted as he - and each of the two Thrushmen to whom he was speaking - are simultaneously grabbed from behind, their voices choked off by black-clad arms which encircle their necks and pull them down. CAMERA PULLS BACK slightly to reveal Illya (who now conks the Gatekeeper) and his four commandos (two of whom are conking the two Thrushmen). All the Unclemen now are dressed in black assault clothing; their faces daubed with dark, nonreflective stain.

MED. SHOT

56

Silently, the Uncle men drag their now-unconscious victims into the shrubbery. Then, CAMERA MOVES WITH them as, one by one, and in panther-like crouches, they hop past the wrecked car and through the gate into the mansion grounds beyond.

CUT TO:

EXT. MANSION GROUNDS - SERIES OF SHOTS - NIGHT

57-6

In well-spread order, Illya and his men move swiftly through the shadows along the wall, and then separate into units. Two rifle-bearing Thrushmen patrolling about halfway to the house do not see the two Uncle agents who creep up behind them; nor - until the last instant - do the two (second crew) machine gunners notice the Unclemen who dash in a crouch across the open space toward them. When one of the gunners does turn, it's too late. He and his buddy are laid out without a sound.

CUT TO:

INT. MANSION LIVING ROOM - MED. FULL SHOT

A Thrush guard stands watching Solo, who sports a

slightly bruised face and a pair of handcuffs which keep him secured to a pole lamp near the corner of the room, as Pendleton leads a reticent Jojo into the room. Pendleton dismisses the guard with a curt gesture. The guard nods, and goes out. CAMERA MOVES IN as, guiding Jojo lightly by the arm, Pendleton walks her up quite close to Solo.

61
CONT'D
(2)

PENDLETON (to Solo)
You two should study each other
closely...

While Jojo and Solo remain in f.g., ANGLE WIDENS to keep Pendleton in range as he moves to a desk nearby, and picks up Solo's own pistol from the desk top. And as he glances at Solo's Uncle I.D. card, Solo and Jojo regard each other: She is faint with the thought of the ghastly part Pendleton would have her play in this thing; and seems already to be begging Solo's forgiveness, or help, or something. Solo frowns in perplexion.

PENDLETON (cont'd)
...I believe that when people are about
to do something together, they should,
at least, observe the amenities...

Pendleton walks back to Solo and Jojo. He draws his pistol, and hands Solo's Uncle weapon to Jojo.

PENDLETON (cont'd)
Mr. Solo...
(indicating Jojo)
...May I present... your executioner.

Both Solo and Jojo react accordingly, as we:

FADE OUT:

END ACT ONE

ACT TWO

FADE IN:

EXT. MANSION GATE - MED. SHOT - NIGHT

62

The Captain stands near Jojo's car, looking around for his people - who should be, but are not, there.

CAPTAIN (calling)
Hackett? Tynan?...Butler?

CAMERA MOVES IN ON his face as all he HEARS in answer are the CRICKETS. Obviously, something is wrong. He slowly draws his revolver and starts walking guardedly away from CAMERA across the grounds.

QUICK CUT TO:

INT. MANSION LIVING ROOM - MED. SHOT

63

Solo's gun hangs in Jojo's hand as though it were too heavy to lift. Pendleton leans against his desk, his own weapon levelled almost idly at Jojo.

JOJO (to no one)
No...please...
(to Pendleton)
...Please!

PENDLETON (a
tolerant sigh)
Oh, come now, sweetheart. It isn't
as though you've lead such a squeaky-
clean life up to now, you know. You've
been...

JOJO (interrupting)
I was never a murderer! I never
killed anybody! All I was, was
just...
(suddenly soft - to herself)
...just a...
(remembering)
...bum, I guess...
(to Solo - pleading)
...honest, fella...

PENDLETON

You've got thirty seconds, Jojo;
you pull your trigger once....or
I pull mine...twice.

63
CONT'D
(2)

CUT TO:

EXT. MANSION GROUNDS - CLOSE SHOT

64

as the Captain looks down at the unmanned .30 calibre machine gun. He's not only suspicious now; he's scared. CAMERA MOVES WITH him as he dashes toward the mansion.

INTERCUTS - CAPTAIN - MANSION BALCONY

65

The Thrushman who fired at Solo from the balcony, now reappears there - relaxed, and apparently on the job. Seeing him from the grounds below, the Captain stops running, and breathes a sigh of relief. He was beginning to think he'd been left alone in the world.

CAPTAIN (calling to
balcony guard)
Hey, Painter!

Just as the balcony guard turns to heed the Captain's call, he is yanked back out of sight by a pair of black-clad arms; and the Captain - wide-eyed - sees it happen. He FIRES at the black-clad shape which momentarily reappears alone on the balcony.

CAPTAIN (hollering)
Alarm! Alarm!

QUICK CUT TO:

INT. MANSION LIVING ROOM - FULL SHOT - NIGHT

66

as Pendleton, Jojo and Solo react to the sounds just heard.

PENDLETON
Not again...

Out on the lawn (O.S.) there arose such a CLATTER,
that Pendleton now runs to the window to see what's
the matter.

ANGLE ON WINDOW

67

Pendleton peers through the glass, but can see nothing. Obviously, however, the SOUND of FIRING outside means major trouble. He turns, levelling his gun at Solo and Jojo. Solo's gun drops from her fingers. But Pendleton never gets to fire his; for suddenly, Illya comes crashing through the window. Amid flying glass, he lands all over Pendleton. They wrestle on the floor.

SOLO (to Illya)
Well it's about time. What'd you
do, walk all the way?

INTERCUTS - SOLO - ILLYA AND PENDLETON - JOJO

68

Pendleton is no slouch in a tussle, and Illya's got his hands full. With the critical eye of an objective observer, Solo slowly shakes his head, demeaning Illya's progress as Pendleton momentarily gets the upper hand.. Jojo is too panicked to do anything but start edging slowly backward toward the door. She stops, however, and sighs in relief as Illya finally gets Pendleton into a half-nelson, and is patently the victor.

ILLYA (to Pendleton)
Say 'Uncle'...
(a pause - Illya increases
physical pressure)
...Say it, you bumpkin!

PENDLETON (grudgingly -
in pain)
Uncle...

MED. SHOT

69

of Solo, Illya and Pendleton as, still exerting the pressure of his wrestling hold on the Thrush officer, Illya hoists him to his feet.

ILLYA
All right....We've got your house,
your men and your moving van. Now
if you'll just....

SOLO (indicating
handcuffs)
How about getting his keys? Could
you do that, please?

INTERCUTS - SOLO - ILLYA AND PENDLETON - JOJO -
SOLO'S GUN

70

As Illya frisks Pendleton, the latter notices Solo's gun lying near the leg of his desk. Jojo follows his gaze and sees it, and Solo follows her gaze and sees it. Pendleton uses his eyes to plead with Jojo to grab the gun and do something constructive on his behalf. Solo watches to see whether she's going to try. She doesn't. She favors Pendleton with one of the truly great sneers of our time.

JOJO (to Solo and Illya)
Look, I'm not part of any of this
stuff that's been going on...
(as they just look at her)
...Really! I'm not!...
(to prove it)
Look; there's a little hidden com-
partment behind the bar in the room
they've been using as a lab...

PENDLETON

Jojo!

JOJO (glaring at
Pendleton while telling all)
I don't know what he put in there;
but it's in a black box and he killed
the man that had it...
(she feels vindicated)
...So there!

One of Illya's assault companions trots into the room.

UNCLE AGENT (to Solo
and Illya)
All secure.

Jojo is still standing there pretty nervously, as Solo catches her eye. She's a gal who could have killed him, and the one who's just dropped the big bomb on Pendleton.

SOLO
Thank you, Jojo.

ZIP PAN TO:

INT. WAVERLY'S OFFICE - CLOSE SHOT - NIGHT

71

of Jojo's face. She sits uncomfortably, sniffing forlornly into a dainty handkerchief. A pitiful, put-upon orphan of the storm.

JOJO (amidst sniffles
- to someone O.S.)
It was awful....the realization that
Harry was...oh, it's so horrible...
(huge sniffle)

CAMERA PULLS BACK to discover Solo, as he sits on the edge of Waverly's desk in F.G., confronting Jojo. Thus, we now have a MED. TWO SHOT, FAVORING Jojo.

JOJO (cont'd; quiet
and pitiful)
If my poor dead mother ever knew
I'd gotten myself mixed up with a
man of such terribleness and
criminality like that...
(another sniffle)

INTERCUTS - SOLO - JOJO

72

Solo has reached across the top of Waverly's desk to pick up a manila file, which he opens and peruses.

SOLO (reading)
Miss Jojo Tyler...

JOJO (forgets to sniffle;
indicating file)
Whazzat?

SOLO (cont'd; reading)
...alias Jojo Barnes, alias Jojo Upson,
alias...

JOJO (interrupts quickly)
Oh, don't you dare read that!...
(sniffing again into hand-
kerchief)
...so I've made a few childish mis-
takes. Any homeless, headstrong
adolescent could've....

SOLO (unruffled - reading)
Arrested Los Angeles, 1957, passing
bad checks. Six months probation...
that was your Jojo Barnes period.
Arrested again, 1959, another bad check
charge. Dismissed for lack of evidence...

72
CONT'D
(2)

JOJO (indignant)
Well I didn't have the initiation fee
to get into this sorority I wanted,
and all my rich girl friends were....

SOLO
That was your Jojo Upson period.
Under same name, arrested and con-
victed, 1961, selling a thousand acres
of Bolivian swampland to a freshman
at the Sarbonne...

JOJO
I loved him. I did!

SOLO
1963, arrested under the name of Jojo
Grass, attempted fraud at Le Pavillon
de Chance in Monte Carlo; directly
followed by assault and battery against
the arresting gendarme, who suffered
numerous cuts and bruises about the....

JOJO (quickly - defending)
Well now that one I can tell you
about. That was an absolutely un-
true and unfair and defammatory....

SOLO
Jojo...

JOJO (hangs her head -
grumpy)
What?

SOLO
What's your real name?

CAMERA MOVES IN ON Jojo's face.

JOJO (this is a bitter
pill)
...Muriel Goodman.

ZIP PAN TO:

INT. UNCLE INTERROGATION ROOM - MED. SHOT - NIGHT 73

of Illya, Waverly and Pendleton, who is the only one standing. Illya is slouched comfortably in a chair on one side of him, and Waverly is slouched (to the extent his dignity allows) on the other.

WAVERLY (to Pendleton)
We already knew that Thrush had
instituted a new research department,
called Alpha Section ---

PENDLETON (bored with
it all)
Really ---

ILLYA
Really. And the lab reports we
(beat)
liberated from that moving van of
yours gave us the word on what
Alpha Section --- what you, Mister
Pendleton, as chief engineer ---
have been doing for the past five
months.

PENDLETON
Oh? And what might that be?

ILLYA
An ion projector; capable of gather-
ing ions from the atmosphere - posi-
tive or negative - and projecting
them at a given target in the same
manner one would fire a rifle.

WAVERLY
Where is the ion projector itself
located, Mr. Pendleton?

ILLYA (quickly -
forcefully)
Where is Alpha Section headquarters?
Where were you taking those little
doo-dads in the black box?

WAVERLY
Where were you sending that moving
van, Mr. Pendleton?

At this moment, we HEAR the door open. ANGLE
WIDENS as a white-coated Uncle lab technician,
FENWICK, enters. He carries the box of spheres.

WAVERLY (impatient -
indicating spheres)
Well? Anything?

Fenwick takes a sphere out of the box as he speaks. In b.g., we see that Pendleton is now sitting stiffly for the first time - anxious despite his conscious effort to remain unruffled.

73
CONT'D
(2)

FENWICK

Apparently, Sir, these spheres were to act as magnifiers in that ion machine of theirs. At a low intensity, a concentration of those ions can debilitate a man. At high intensity... magnified with these...

(indicates spheres - shrugs)

...drain him completely physically; drive him insane, perhaps...

WAVERLY (satisfied now)

Ah, so that's it. Well now, Mr. Pendle...

Waverly breaks off in mid-word as he looks o.s. in Pendleton's direction. He suddenly appears startled. Both Illya and Fenwick, following Waverly's gaze, turn toward Pendleton.

74 OUT

CLOSE SHOT - PENDLETON

75

He is making odd facial movements, wriggling his jaw around as though extracting something from between his teeth.

MED. SHOT

76

Illya, closest to Pendleton and apparently realizing what he's doing, reaches toward Pendleton's face - as it relaxes again.

PENDLETON (to Illya)

Too late, buddy boy...

Illya steps back slightly, then remains stock-still, as does everyone except Pendleton, who now rises slowly and with a certain elegance - almost martyr-like.

PENDLETON (cont'd)

I realize that the business of the poison capsule in the hollow tooth went out with high-button trenchcoats, gentlemen, but, eh...

(smiles wanly - shrugs)

...nevertheless; there it is...

(continued)

51 6

PENDLETON (cont'd;
a pause)
...I have about fifteen seconds left,
I think...
(to Waverly)
...look here, mister...
(seized by a slight pain)
...Waverly; even a Thrush official
can have a...
(more pain - dizziness)
...family somewhere. Mine's in
Connecticut; Riverview...my parents
never knew about...Thrush...

Illya moves quickly to catch Pendleton as he sags,
and eases him back into his chair.

PENDLETON (very weak)
Please...send my body back...River-
view...let the death certificate read
accident, or heart attack, or...

He slumps to the floor. CAMERA MOVES IN to a TWO
SHOT of Waverly and Illya, as they stare down at
Pendleton's body, o.s.

WAVERLY
Riverview..
(to Fenwick, o.s.)
...See to it, will you, Fenwick?

FENWICK'S VOICE (o.s.)
Yessir.

WAVERLY (to no one -
still staring down at
Pendleton)
Fine looking young man...
(in sad disgust)
...useless...

ZIP PAN TO:

INT. WAVERLY'S OFFICE - MED. SHOT - NIGHT

77

Jojo is still seated (huddled, actually) in the same
chair. Now, however, she faces not only Solo, but
Illya and Waverly as well. Solo holds the sphere box.

JOJO
All right; perhaps I do sometimes
wish I were something a little better
than I am...but I did try to do right
by you gentlemen, didn't I? I mean...
couldn't I be considered sort
(continued)

JOJO (cont'd)
of just the dancehall girl with
the heart of gold?... Or something?...
(silence)
...Maybe?

77
CONT'D
(2)

SOLO
Jojo, the man Pendleton spoke to on
the telescreen; the one with the scar..

JOJO
Baldanado. Honest, I don't even know
who he is. I only met him...

WAVERLY
We do, Miss Tyler. And we want him.
We want the rest of his co-workers..

ILLYA
And, most of all, we want the ion pro-
jector that Baldanado's department is
building; the machine for which those
spheres were developed...You can help
us achieve those goals, Miss Tyler.

JOJO
Me!

Solo moves forward and puts the sphere box in Jojo's
as yet unwilling lap. She looks at the box as
though it were a mouse.

SOLO
Almost certainly, Baldanado's going
to send men to follow up on the per-
sonnel...you included...who were
present when Uncle raided that man-
sion tonight. I think he'll be
delighted to find that you -
(beat)
- rescued these spheres on Thrush's
behalf...don't you?

JOJO
Oh, now hang on there, Charlie...

ILLYA
Of course, Mr. Baldanado won't know
that we've already -
(beat)
- rearranged some of the prongs on
these things to keep them from work-
ing properly...

SOLO
...Or that we've inserted a little
homing device in the center of each
of them. Where they go..where you
can follow

WAVERLY

Hold on a moment, gentlemen. Up to now, this young woman has done an exemplary job of messing up her life. It isn't quite fair to just assume that she'd welcome the chance to do something constructive for a change... is it, Miss Tyler?

77
CONT'D
(3)

CAMERA MOVES IN to a VERY CLOSE SHOT of Jojo's confused, undecided, trepidatious expression, as we:

ZIP PAN TO:

EXT. NEW YORK STREET - LONG SHOT - NIGHT

78

as Jojo, her purse in one hand and the sphere box in the other, walks toward us along the deserted street, past the brownstone buildings, all darkened at this late hour. She is just reaching f.g., and about to climb the steps leading to her own apartment building doorway, as two men, MAX and EDDY, emerge from the shadows on either side of her front stoop, and move quickly in to flank her. Both men are in their early thirties, and both are well set up. Max will prove to be the calmer, the more mature - the more authoritative - of the two. Now, as each grips one of Jojo's arms, she gives a short, but heartfelt SQUEAK of frightened surprise.

CLOSE GROUP SHOT

79

MAX

Uncle raided Pendleton's place to-night. How'd you get out?

JOJO (recovering -
convincingly feisty)
I beg your pardon!
(tries to jerk her arm free)
...You are wrinkling my mink. May
I inquire as to whom you two
Neanderthals represent?

EDDY

Just friends of the family, lady.
Pendleton's family.

79
CONT'D
(2)

JOJO (relaxes -
smiles warmly)
Oh; well why didn't you say so. I
thought maybe you were a couple of
those creeps from Uncle. Here...
(indicates sphere box -
Max takes it)
...Harry sent me out of the place with
these before... before they...
(emits a medium mourning
sniffle)

MAX
Pendleton? He's dead?

JOJO (nodding her
head)
Suicide.

MAX (with great
emphasis)
You're sure it was... suicide?

Jojo nods her head again, now producing a really
large mourning sniffle, as the men exchange glances.
Then Max occupies himself with opening the sphere
box, into which he and Eddy both look.

EDDY
It's them, all right...
(to Jojo)
...Well, I guess you did okay...

JOJO (business
before mourning)
Well, it occurred to me that if I
could keep my head when all about me
were losing theirs, your Mr.
Baldanado might take it into his
head to thank me rather, eh...
generously... Make me a little
Thrushette, perhaps.

The two men exchange still another glance.

MAX
Sorry...

The two Thrushmen regrip Jojo's arms and begin
leading her up the few steps toward her doorway.

MAX (continuing)
You did us a favor, but that doesn't
entitle you to membership privileges.

JOJO (struggling)
Now wait a minute! Lissen, you
moronic greaseball; I've shown
enough loyalty to Thrush tonight to...

79
CONT'D
(3)

EDDY
You're a loose end, lady. Lesson
Number Six tells us we don't leave
those lying around for Uncle agents
to pick up.

ILLYA'S VOICE (o.s.)
And Lesson Number Seven...

ANGLE FAVORING ILLYA

80

He has appeared at the foot of the steps, his gun
levelled at the two Thrushmen and Jojo (all of whom
are now at the top of the steps).

ILLYA (continuing)
...tells you not to run, skip or jump
when faced with an Uncle agent's gun.
You merely walk, very slowly, down the
steps. You too, Miss.

As the two men and Jojo come carefully down the
stairs, she edges slightly away from them. Logi-
cally, the two Thrushmen would seem to present the
more formidable adversaries, so Illya concentrates
on them (Max still holds the sphere box).

ILLYA (to Max)
The box, please.

As Max hands it over grudgingly to Illya, Jojo uses
her purse to take an unexpected swipe at Illya's gun.
It flies from his hand and lands in the gutter. Re-
flexively, Illya goes not for his lost gun, but
toward the two men, to keep them from drawing their
own. ANGLE WIDENS as Jojo rushes to the curb to
retrieve Illya's gun. As she does this, he is
punching Eddy and shoving Max.

INTERCUTS - ILLYA - JOJO - TWO THRUSHMEN

81

The shoved Max lands clatteringly amongst some empty
garbage cans at the same time as Jojo reaches and
retrieves Illya's gun. Thus, garbage canned though
he be, Max would undoubtedly shoot Illya with the
pistol he reaches into his coat to get - if Jojo
didn't shoot first. She does. Both Eddy, who is
kneeling on the sidewalk shaking his head to clear
it, and Max (whose hand reaches no further for his

own gun) see Jojo FIRE - unhesitatingly and repeatedly - at Illya. Spun around and backward, Illya reels into the garbage cans and then down to the sidewalk. The Thrushmen stare incredulously at Jojo for a long, shocked instant. She compounds that shock by appearing anything but shaken. In fact, she favors them both with a great, post-murder grin.

81
CONT'D
(2)

JOJO

Told ya, fellas. I'm the unloosest
loose end Thrush is ever gonna have.

MED. SHOT

82

The two Thrushmen recover, and hop into action. Max moves to retrieve the sphere box.

MAX (to Eddy)
Get the car...
(to Jojo - as Eddy goes
(o.s.)
...C'mon. This place'll be swarming
in a minute.

Max takes Jojo's arm and leads her past Illya's body. CAMERA PANS WITH them to give us a LONG SHOT down the length of the street. In b.g., we see Eddy reach a car parked at an alleyway entrance. He guns the engine, and drives forward to pick up Jojo and Max. As this is done, we HEAR o.s. the SOUNDS of awakened persons on the block. Here and there a light goes on. CAMERA PANS TO follow the car as it streaks up the street, then PANS BACK TO Illya's body on the sidewalk. As the SOUND of the car FADES, he rises, dusts himself off, and looks o.s. - smiling slightly - in the direction taken by the car.

ZIP PAN TO:

INT. BALDANADO'S OFFICE - NIGHT - CLOSE SHOT

83

of Baldanado, sitting at his desk, examining the spheres.

BALDANADO (looks up, o.s.,
with unfathomable deadpan)
I have never related very well to
women. Now, however...

CAMERA PULLS BACK and MOVES WITH HIM as he rises, hefting the sphere box lazily, and comes around his desk. We see that Jojo sits facing the desk, with Max - who now carries a trumpet case - standing near the door in b.g. Baldanado moves right up next to the seated Jojo; looming over her.

83
CONT'D
(2)

BALDANADO (indicating spheres)
...five months worth of experimentation is saved...an Uncle agent is assassinated...all by a woman... obviously competent...
(he touches her hair lightly with his paw)
...obviously attractive.

CLOSE SHOT - JOJO

84

Baldanado's hand strokes her head. For the briefest moment, she weighs the pros and cons of throwing up.

JOJO
You're, uh...very kind, Mister Baldanado.

MED. SHOT

85

CAMERA FOLLOWS Baldanado over to Max. He hands Max the spheres, and Max places them inside his trumpet case.

BALDANADO (to Jojo)
In the morning, perhaps you'd care to go shopping...

CAMERA FOLLOWS him back to Jojo. He extracts a huge wad of bills from his pocket, peels off a few, and dumps them in Jojo's lap.

BALDANADO
...I would like to see you in a black sheath dress again.

ANGLE FAVORING JOJO

86

The amount he's given her is very large, so Jojo makes a very merry noise (on the order of 'Ooooh'). And we can tell she means it. As she does so, Baldanado has moved back toward Max and the doorway.

INTERCUTS - JOJO - BALDANADO AND MAX

86X1 - 86X3

Reaching the doorway, Baldanado turns back to Jojo. As usual, what he says contrasts with his funereal, poker-faced demeanor, which now strikes us as resembling a basset hound in heat.

BALDANADO (continuing,
to Jojo)
I believe you'll find me...Alpha
Section, that is...a very...
(beat)
...rewarding employer.

Max and Baldanado go out of the room, leaving Jojo sitting there to gape at her money. Now, she cocks an eyebrow in such a manner that we wonder whether Uncle may not have just lost the allegiance of Jojo Tyler.

QUICK CUT TO:

INT. NIGHTCLUB - FULL SHOT - NIGHT

87

as Baldanado and Max walk from his office door, through the darkened club toward the musician's bandstand. Three men wait there. They are Eddy, Al and NAMELESS. Both Al and Nameless are relatively young, but almost professorial in appearance and demeanor. Just as Max carries his trumpet case, so do the other three carry their own musical instrument cases.

MED. SHOT - GROUP AT BANDSTAND

88

BALDANADO (to Eddy,
Al, Nameless)
Open 'em up.

Al opens his guitar case and Nameless his bass case. CAMERA MOVES IN and goes with Baldanado as he inspects the cases. Both contain coils, an electric tuning device and other instruments which, while unrecognizable, are definitely electronic in nature. Baldanado speaks as he inspects.

BALDANADO (clipped -
curt)
All right; you're always yelling
about what competent engineers you
are. So, with or without Pendleton
to help you, I expect the spheres
to be inserted and the projector
on its way to Saigon by tomorrow
evening. That's all.

Abruptly, Baldanado turns and walks back toward his office. The four Thrushmen exchange raised-eyebrow glances.

88
CONT'D
(2)

AL (quietly)
He's not coming with us?

EDDY (sneers; indicates
office)
He's busy.

MAX (the quiet leader)
Okay; let's get it done.

CAMERA PANS to FOLLOW as the four Thrushmen, instrument cases in hand, head for the front door.

ZIP PAN TO:

EXT. ROAD FRONTING CEMETERY - FULL SHOT
(ESTABLISHING) - NIGHT

89

the rather frilly gates of a cemetery. Above the entrance is the name: "RIVERVIEW CEMETERY".

EXT. CEMETERY GROUNDS - MED. SHOT - NIGHT

90

as the four men come toward us along a tree-lined path. Headstones and a crypt or two are visible on either side of the darkened, weirdly shadowed pathway. We HEAR, o.s., the BARK of a dog.

MED. SHOT

91

The four men are approaching a rather large crypt, surrounded by a small white picket fence. Mounted in dominating fashion atop the crypt, is the large bust of a man; presumably the deceased. The dog, still o.s., BARKS again.

CLOSE SHOT - PICKET FENCE

92

As the men step through the opening in the fence, we see that they've passed through the beam of a partially concealed electric eye which has been set into the wood.

INTERCUTS - FOUR THRUSHMEN - BUST ATOP CRYPT

93

The bronze head of the bust suddenly snaps around to face the four men. They, in turn, look not toward the bust, but at something o.s. CAMERA PANS, following their gaze to a bell tower, many yards away at the far side of the cemetery.

QUICK CUT TO:

INT. BELL TOWER

94

The room at the top of the tower is open on three sides. On the fourth side is a large panel of instruments, and in the center of the place are a large set of carillons. A THRUSH GUARD (uniformed) has been reading a magazine and eating a sandwich as he sits with his feet up on the panel. Suddenly, as a bright red light BLINKS on and off - with an accompanying ALARM BUZZ - the Guard hops up and moves to the opening which faces out onto the cemetery below. He peers through a set of high powered binoculars.

INTERCUTS - BUST - THRUSHMEN - GUARD IN BELL TOWER

95

As the four men in the cemetery take another step toward the crypt, the bronze eyelids of the bust pop open to reveal a dull, steady glow where the eyeballs would be. As Max takes one more step forward, the eyes glow more brightly. Suddenly, two metal prongs jut straight out from the eyes. The dog we heard barking now enters FRAME behind the Thrushmen. Quizzical, the dog comes forward - sniffing around.

MAX

Alpha Section personnel, numbers two through five... You are programmed to admit us...

EDDY (sees dog)

Hey; watch that silly dog...

The dog moves too close to the activated statue. From its prongs, two bolts of static electricity shoot out to nail the dog between them. Instantly, the stray hound is reduced to cinders.

MAX (couldn't care
less; aside)
Well, no need to test the security
system any further, is there?
(facing bust)
Repeat...Alpha Section personnel,
numbers two through five....

95
CONT'D
(2)

CAMERA MOVES IN on the ear of the bust, and we then go to the bell tower where the Guard HEARS the sound of Max's VOICE o.s., and moves to the instrument panel.

MAX'S VOICE (cont'd;
filtered)
...you are programmed to admit us.

The Guard in the tower pulls a switch. Immediately, the metal prongs recede back into the eyeballs of the bust. The eyelids close. The four Thrushmen move forward and open the door to the crypt.

INT. CRYPT - MED. SHOT

96

Set beautifully on a carved marble base, is an ornate sarcophagus. The four men enter, and Max moves to press a button on the marble base. Immediately, three little steps slide into view at the foot of the sarcophagus. Max climbs the steps as the top of the sarcophagus opens automatically. Then, one by one, he and his men descend out of sight within the apparently bottomless marble structure. As the head of the last one disappears below eye level, the top of the sarcophagus closes gently back into place.

FADE OUT

END ACT TWO



ACT THREE

FADE IN:

INT. WAVERLY'S OFFICE - DAY - CLOSE SHOT

97

of Waverly, as he speaks into his desk communicator.

WAVERLY (unpleasant
surprise)
Riverview! That's the place we sent
Pendleton's body!

ZIP PAN TO:

INT. AUTOMOBILE - DAY

98

Solo and Illya sit in a car parked in the Riverview business district. Illya is behind the wheel, speaking into his communicator. In his other hand, he holds a small meter which resembles a miniature geiger counter.

ILLYA (into communicator)
Yessir, but it's also the place that
the homing device in those spheres
led us...
(looks at the meter)
...until my meter went dead. No
reading at all now.

Solo, who has been looking through the window at the passersby and the store entrances, now nudges Illya and points O.S.. As he does so, Solo steps out of the car.

POV - THROUGH WINDSHIELD

99

Baldanado and Jojo emerge from one store. He is carrying a ladies hatbox. Solo is heading in their direction.

ILLYA
Yessir; Jojo found Baldanado for us,
all right...

Jojo, looking into another window, pulls merrily at Baldanado's sleeve and drags him, robot-like, inside and out of our sight.

QUICK CUT TO:

INT. WAVERLY'S OFFICE

99X1

WAVERLY

Well, having to trust her isn't doing too much for my ulcer, I must admit. You follow up on Pendleton's burial...
(annoyed)

...I won't comment on my own gullibility in sending his body there...
Decent family, indeed. Thrush family would be more appropriate!
(flicks OFF switch angrily)

ZIP PAN TO:

100-101 OUT

INT. DRESS SHOT - DAY - FULL SHOT

102

with Baldanado and Jojo walking through f.g. toward the area in the rear where SEVERAL MODELS are parading before seated PATRONS. As she passes CAMERA, Jojo holds her mink-clad arm high to admire the sparkling new bracelet that adorns her wrist.

JOJO (gleeful)
Ooooh, it's just....Ooooh...

CAMERA MOVES IN to a TWO SHOT as Baldanado stops her for a moment.

BALDANADO (same tone
he'd use to order a murder)
I feel very good with you...You still like Harry Pendleton? If he was alive, I mean. What I mean is ...I'm not so handsome...

JOJO (a vamping
chuckle)
Well, Harry was rather cuddly, I suppose, but...
(shrugs, dismissing Pendleton)
...Besides...
(admires bracelet again)
...Handsome is as handsome does.

Jojo gives him her Sadie Thompson smile, runs her arm slitheringly through his, and leads him off in the direction of the expensive frocks. CAMERA FOLLOWS for a beat, then PANS back to discover Solo entering the shop and heading for a vantage point near a lingerie display.

ANGLE FAVORING SOLO

103

as a SALESGIRL approaches him.

SALESGIRL

Hello. Anything special you'd like to see?

Solo would especially like to see more of the Salesgirl.

SOLO

Eh...just looking, eh...dress, maybe...

(quickly)

...for my sister...

(grins broadly)

...I'm a bachelor.

ANGLE ON BALDANADO AND JOJO

104

The front door is still visible behind them, and we now see Max peek in the window, locate Baldanado and Jojo, and enter to approach them as they watch the models parade.

JOJO (ecstatic-like

kid in candy store)

Ooooh!

MAX

Mr. Baldanado.

BALDANADO (turning; not

pleased at the interruption)

Max; what're you doing here?

MAX (a cool glance

at Jojo, who's taking up

her boss' time)

May I see you privately for just a minute, sir?

BALDANADO (impatient -

to Jojo)

Be back in a moment---

(he's about to say two new words)

...my dear...Eh...

(indicates dresses)

...Anything you like.

JOJO

Ooooh!

ANGLE FAVORING SOLO AND SALESGIRL

105

He has been inspecting a negligee the Salesgirl holds, as he notices Baldanado and Max going outside.

SOLO (to Salesgirl)
Yes, this'll do fine, eh...
(eyeing Jojo)
...would you happen to have this in
puce?

SALESGIRL (pretty
surprised)
Puce? Well, I'll...I'll check for
you, sir. Excuse me.

As the Salesgirl heads for the stockroom, CAMERA
FOLLOWS Solo over to the place where Jojo was -
but isn't any more. He peers around the place.

106 OUT

POV

106X1

Jojo stands before the try-on room as a SALES LADY
dumps several expensive dresses into her arms.

INTERCUTS - SOLO - JOJO - PARADING MODELS

106X2

As Solo moves quickly toward Jojo, she (unintention-
ally) frustrates him by slipping behind the curtains
of the try-on room. He walks over to stand idly next
to the room, and faces the parading models (reacting
accordingly to a redheaded evening gown, a blond play-
suit and a raven-haired bikini) as he speaks to Jojo,
who's behind the curtain to his rear.

SOLO (stage whisper)
Jojo?

With a speed born of great anticipation, Jojo has
stripped off her mink and is yanking at the zipper
of her own dress.

SOLO (harsher whisper)
Jojo!

JOJO
Whozat?

SOLO

Solo.

106X2
CONT'D
(2)

JOJO

Oh...Who?

(peeks out from behind curtain -
recognizes him)

Oh!...

(pops head back behind curtain)

SOLO

We need some time to operate. If
Baldanado's occupied with you, he
won't be attending to business;
which is fine with us. Can you
keep him occupied, Jojo?

JOJO (affecting a
southern accent)

Well, ah'll jess do ma l'il ol' best,
honey chile...

(decides between two exquisite
dresses)

...thankless though the task may be.

Solo looks at the curtain askance, as we:

QUICK CUT TO:

EXT. STREET FRONTING DRESS SHOP - TWO SHOT - DAY
of Baldanado and Max.

107

MAX

But we have been trying. We haven't
left that grave for twelve hours,
trying to get those spheres to set
properly. If we only had Pendleton
...or maybe if you'd come take a look.

BALDANADO (absently -
looking O.S. into store)

Eh, not right now, Max. I'll be
along.

MAX (indicating store)

Forgive me, sir. But the ion pro-
jector would seem to be a little more
important than....

BALDANADO (angrily)

Max!

(calms immediately)

I said I'd be along.

MAX

Yessir. I'm sorry. By the way;
Uncle was kind enough to ship
Pendleton home...

(wryly)

...to his family. We'll -

(beat)

- bury him this afternoon, I presume?
As planned?

Baldanado can't keep from glancing into the store
window trying to see Jojo.

BALDANADO

Bury him...yes, of course...

(a dark thought)

...But not as planned.

MAX (wry smile fades)

I...don't quite understand.

BALDANADO

I said, 'not as planned'. No
injection.

MAX

But sir....We need Pendleton to help
us prepare the projector; to insert
the spheres properly! If we don't
inject him with the antidote to that
suicide pill....

(sees the look on Baldanado's
face)

...You mean, you want Pendleton dead.
You don't want to bring him back.

Baldanado just stares at him with that dull-eyed
frigidity. And now it is Max who looks into the
store window. He realizes that Baldanado's order is
based upon his interest in Jojo.

MAX (cont'd)

Mr. Baldonado...you're willing to
risk killing a fellow Thrush
official...and to ignore a command
from Thrush Central, which will
probably put all our necks on the
line...

(points into store - can't
believe it)

...so that you can have the guy's
girl friend?

107

CONT'D

(2)

BALDANADO (chilly)
I would suggest you get back to
work, Max.

107
CONT'D
(3)

Max is about to answer, but thinks better of it.
He nods, and goes OUT OF FRAME. Baldanado turns
back into the store just as Solo emerges. They
bump slightly.

SOLO
S'cuse.

BALDANADO
Pardon me.

ZIP PAN TO:

EXT. CEMETERY - FULL SHOT - DAY

108

SEVERAL MEN and WOMEN, dressed in black and primed
for mourning, stand near the crypt with the little
white fence. Among them is Max, who approaches a
small group of them.

MAX (sternly)
All right, now; when Pendleton's
casket arrives, I want to see some
tears, you understand? Lots of
sadness, moping around...that clear?

The group nods. As Max moves away, Eddy ENTERS
FRAME to join him as CAMERA MOVES IN to a TWO SHOT.

EDDY
Listen, Max; give me that again.
Baldanado says not to revive Pendle-
ton? I can't believe that. The
whole Saigon operation hinges on our
getting that projector ready. You
know what Central is gonna do to us
if...

MAX (interrupting -
agitated)
Sure I know. Baldanado'd know it
too if that Jojo what's-er-name
weren't fogging up his ---

EDDY
Max, wait a minute; Baldanado or no
Baldanado, we can't fail to give
Pendleton that antidote! It's close
to treason!

MAX

Watch what you're saying, Joe.
Alpha Section belongs to Baldanado;
not to you, not to me. He gives the
orders, and we....

108
CONT'D
(2)

EDDY (interrupting)

And his order about Pendleton is an
unforgivable misuse of command
motivated by personal desires. You
know it as well as....

MAX (interrupting)

I said can it!....
(quietly)

....Until and unless you're prepared
to stand up before Thrush Central and
accuse your superior of malfeasance
or willful misconduct, I'd suggest you
keep those thoughts to yourself. Now
get down into that projector room
where you belong.

ZIP PAN TO:

EXT. CEMETERY - LONG SHOT - DAY

109

of the road fronting the cemetery, as a hearse pulls
up and stops at the entrance. We see Max and a
few of the mourners move toward it from the direc-
tion of the crypt. As we watch them open the rear
doors of the hearse and slide the casket out, Illya
ENTERS FRAME in immediate F.G.

CLOSE SHOT - ILLYA

110

He puts binoculars up to his eyes.

POV - THROUGH BINOCULARS

111

Illya watches the people handling the casket. Max
is acting as leading pallbearer in carrying the
casket toward the crypt.

ANGLE ON MAX

112

as, helping to carry the casket, he nods in pronounced fashion in the direction of the crypt, which he is now approaching. CAMERA MOVES PAST him to the crypt, and then MOVES IN ON the bust on top of it.

REVERSE ANGLE - THROUGH PERISCOPE

113

Outlined in the frame of a periscope, we are seeing Max nod at us.

QUICK CUT TO:

INT. AREA OFF PROJECTOR ROOM - MED. SHOT - DAY

114

as Eddy peers through a periscope in an alcove at one corner of the room. Now, as he moves away from the periscope, CAMERA FOLLOWS, and we have a FULL SHOT of the place. It is a large room, dominated by a huge, circular structure (resembling a cyclotron) in its center. Al and Nameless (weary and with wrinkled clothing), are kneeling before a small open door in the structure, working on something within it. At the far side of the room is a sleeping cot.

EDDY (disgruntled)
Well, they're bringing Pendleton...
for what that's worth now. How you
guys doing?

In answer, Al holds up one of the guilty spheres which he's just removed for the umpteenth time, and makes a wry face - first at the sphere, and then at Eddy.

EDDY (sharing his
disgust)
Yeh....

CUT TO:

EXT. CEMETERY - CLOSE SHOT - ILLYA - DAY

115

He is still watching through binoculars.

POV - THROUGH BINOCULARS

116

He watches the mourners (with casket) enter the crypt.

BACK TO ILLYA

117

He now trains his binoculars on other areas of the cemetery.

POV - THROUGH BINOCULARS

118

Illya sees the bell tower. His binocular-framed gaze travels up slowly from its base to its top - where he sees the Thrush Guard who is leaning out (eating another sandwich), watching the proceedings.

BACK TO ILLYA

119

Slowly, his eyes still on the bell tower Guard, he lowers his binoculars and moves off toward the tower.

ZIP PAN TO:

120-122 OUT

INT. AREA OFF PROJECTOR ROOM - MED. SHOT - DAY

123

The casket has already descended atop the false flooring of the crypt above. Max stands by pensively as Eddy, Al and Nameless slide the casket from the false flooring onto the concrete of the projector room floor. Max pushes a button in the wall, and we see the false flooring begin to rise (like a freight elevator) back up into the crypt. Eddy notices the pensiveness of Max, and remains with him, as Al and Nameless go O.S. back into the main part of the projector room.

TWO SHOT

124

Max puffs a cigarette as he stares down at the coffin.

EDDY

You can't stop thinking about it
either, can you, Max?...

(softly - cajoling)

...What's going to happen to us when
Thrush Central finds out we failed
with this projector because we let
our section leader murder our chief
engineer...over a woman.

MAX (after a pause)

You really think we could make it
stick with Thrush Central?...Taking
contrary action on our own?

EDDY

Contrary? Contrary to whom! Our
commanding officer happens to be
coming quietly apart at the seams
because some dippy blond finally
looked at him twice with something
besides nausea. You bet we'll make
it stick.

MAX

All right. We're probably going to
get shot for it, but...all right.

(calls O.S.)

...Al!....Get the hypodermic ready.

(to Eddy, as he reaches
for the casket lid)

...C'mon.

The two men pry at the lid, and we go to a:

CLOSE SHOT - CASKET

125

Slowly, the lid comes open, revealing what appear to
be the mortal remains of Harry Pendleton.

MED. CLOSE SHOT

126

from the projector room. As Max and Eddy lift
Pendleton's form out of its casket.

ZIP PAN TO:

EXT. BELL TOWER AREA - MED. CLOSE SHOT - DAY

127

of Illya, as he moves guardedly through the foliage, and emerges into the clearing surrounding the bell tower.

CAMERA MOVES WITH Illya as, careful not to be observed by the Guard above, he reaches the door to the tower. He tries the knob. It is padlocked. CAMERA MOVES IN EVEN CLOSER on Illya as, reaching into his pocket, he pulls forth a small egg-shaped device, atop which is a tiny knob, and from the end of which protrudes a tuning fork. He twists the knob - the fork vibrates - and he touches it to the padlock. The padlock shatters. He enters, and before the door closes behind him, we catch a glimpse of the darkened stone stairway inside.

ZIP PAN TO:

INT. BELL TOWER STAIRWAY - MED. SHOT - DAY

128

of the dark, turret-like walls and the winding stairway. Illya climbs up toward us, a cautious step at a time, his gun drawn.

REVERSE ANGLE

129

as he nears the carillon room at the top. The carillons are visible, as is the Thrush Guard, who still leans out of the window. This time, he's pouring himself a cup of something out of a thermos jug. Illya treads softly up the last couple of steps and hesitates for an instant in the entrance-way, to see whether there are any more Thrushmen around the corner. There aren't. He moves forward quietly into the room, just as we have a:

CLOSE SHOT - ELECTRIC EYE

130

Set into the wall, in the same manner as the one set into the little white picket fence, is an electric eye. Illya's foot crosses its beam.

BACK TO SHOT

131

There is no noise, no alarm from the breaking of the electric eye beam, as Illya dashes forward. The Guard HEARS him at the last instant, and turns, as we:

INT. ROOM NEXT TO PROJECTOR ROOM - MED. CLOSE SHOT 132
DAY

of the cot, upon which Harry Pendleton, his suit coat removes and his shirtsleeve rolled up, lies motionless and (still, apparently) deceased. CAMERA PULLS BACK SLIGHTLY, and ANGLE WIDENS to reveal Max, who holds an empty hypodermic syringe. Standing behind him, near the open door to the projector room, is Eddy.

MAX

It should take one to two hours...

(heads toward projector
room - to Eddy)

...Still feel funny about this.
You've never seen Baldanado get
angry, have you?

The two men leave the room, and we:

QUICK CUT TO:

INT. PROJECTOR ROOM 133

as Max and Eddy enter. Al and Nameless, intent on their work at the projector itself, have not seen the large red warning light FLASHING on the wall behind them. Max and Eddy see it immediately, however, as they enter.

EDDY (indicating
alarm light)

Max, look!

MAX

The bell tower!

(moves toward a wall panel)

...oh, that's all we need...

CUT TO:

INT. BELL TOWER - MED. SHOT - DAY 134

Illya and the Thrush Guard are in the final throes of combat. Illya flips the Guard over the carillon keyboard and into the carillons themselves, which CLANG resoundingly. Then, before the man can rise, Illya grabs his thermos jug and conks him with it. That done, Illya looks around the room for the first time.

REVERSE ANGLE

135

The large instrument panel is on the wall next to the room entrance. As Illya looks over at the panel, we have:

INTERCUTS - PROJECTOR ROOM - TOWER ROOM ENTRANCE

136

Max finds the proper button on the panel in the projector room, and gives it a hearty push. And in the tower room, an iron grating begins immediately descending to seal the room off. Illya rushes toward it, but it descends too quickly. He is, obviously, trapped in the place. In the projector room, Max wipes his brow.

AL (to Eddy)

So now what?

EDDY (testy-nervous)

You're asking me? We've got an ion projector that won't project, a corpse in the other room that's coming back to life contrary to orders, and for all I know we just sealed up the janitor in that bell tower! How do I know what to do!

MAX

All right, gentlemen; let's calm down. I'm going to the club....see if I can find Baldanado. Right or wrong, he's got to know about all this. Don't go near that tower till I get back.

ZIP PAN TO:

INT. NIGHT CLUB - TWO SHOT - DAY

137

of Jojo and Baldanado. They sit in one of the small booths, side by side in cozy comfort. On the table before them is a magnum of champagne, from which Baldanado pours. We don't know, because of his poker face, but Baldanado may be slightly tipsy.

BALDANADO (absolutely
deadpan - looks straight ahead)
I am cold, detached, authoritative...
twenty-one years with Thrush. A
leader of men...

137
CONT'D
(2)

(turns slowly to face Jojo)
...But inside; within my breast...
(suddenly grabs Jojo's hand
ardently - kisses it - resumes
deadpan)
...Do you think me a fool?

VERY CLOSE SHOT

138

The answer to that question is obvious enough that
Jojo doesn't dare answer. She merely smiles at
him sweetly, warmly, and throws in a couple of
operetta-type eye-blinks for good measure.

TWO SHOT

139

Still stiff, unsmiling and dull-faced, Baldanado
holds his glass up to be clinked. Jojo readjusts
her spiffy new bracelet and returns his clink.
He drinks; she does not.

BALDANADO (cont'd -
absolutely funereal)
I don't want to kill any more
people. I want to laugh. My
subordinates laugh sometimes.
And they dance with women...
(touches his scar)
...You make me want to dance...

CAMERA BEGINS PULLING BACK as Baldanado rants on,
and we see now that, not only is the club not yet
open for business - but that there isn't another
soul in the joint.

BALDANADO (cont'd -
still funereal)
...I love you.

As CAMERA PULLS BACK so far as to give us a LONG SHOT
(from the direction of the windows at the side of the
club), we:

QUICK CUT TO:

EXT. WINDOW OUTSIDE CLUB - CLOSE SHOT - SOLO -
DAY

140

Watching through the window, he's grown limp from merely having to witness the progression of this romance. We HEAR his pocket communicator BUZZ. He pulls it out (the communicator).

SOLO (into
communicator)
Illya?

INT. BELL TOWER - CLOSE SHOT - ILLYA - DAY

141

ILLYA (eyes
on iron bars)
Napoleon, I hate to disturb you
with trivia, but, eh...

Next to Illya, the previously conked Guard stirs. Illya conks him again with the thermos jug.

ILLYA (cont'd)
...I think I may be about to get
killed, and it struck me that
perhaps you might want to say
goodbye.

EXT. WINDOW OUTSIDE CLUB - VERY CLOSE SHOT - DAY

142

of Solo's face. He is just about to reply to Illya, when a revolver ENTERS FRAME and presses against his temple. ANGLE WIDENS to reveal that it is Max who holds the weapon. Whatever it was that Solo might have said to Illya, the gun at his head considerably reduces his desire to do so.

SOLO (into
communicator)
Goodbye.

FADE OUT.

END ACT THREE

ACT FOUR

FADE IN:
INT. NIGHT CLUB - MED. SHOT - DAY

143

as Max leads Solo into the club at gunpoint. They PASS CAMERA, which now PANS TO FOLLOW them, giving us a LONG SHOT of the club. At the far end, Jojo and Baldanado are still seated cozily.

BALDANADO
What's this?

MED. SHOT - GROUP

144

as Solo and Max approach booth.

MAX
Snooping around outside, sir...
(tosses Solo's gun and
communicator on table)
...Uncle communicator, Uncle hand
weapon.

REACTION SHOTS - JOJO - SOLO

145

as they exchange quick glances. What do we do now?

INTERCUTS - BALDANADO AND JOJO - MAX AND SOLO

146

BALDANADO (menacing -
to Solo)
Uncle...every time we turn around,
it's...

MAX (interrupting)
Sir...
(a cold glance at Jojo - she's
refilling Baldanado's glass)
...there's more: we've got someone
trapped in the bell tower. It's
pretty obvious now that he must be
an Uncle agent too.

Baldanado starts to sip from his glass, but the import of all this rekindles his sense of Thrush leadership. He puts the glass down.

BALDANADO (crisp;
reprimanding)
You mean you haven't even gone up
there to look? To get him?

MAX (quietly - a hint
of the caustic)
We've been waiting for you, sir.

Unable, really, to defend against the implications of
that last remark, Baldanado merely GRUNTS in answer.
Then, however, he turns to Jojo.

BALDANADO (to Jojo)
You'll..wait here for me?

Jojo nods sweetly. But as Baldanado starts to rise,
Max licks his lips, preparatory to telling his boss
something he won't like.

MAX (interrupting
- nervous and hesitant)
Sir...before there's any trouble
about it..there's just one more
thing: we did give Pendleton the
injection..the antidote. I'm sorry,
but we...

BALDANADO (plunks back
into seat - astonished -
outraged)
You what? At whose order!

JOJO
Pendleton?...You mean...Harry?
(glances at Solo - perplexed)

MAX (standing at
attention)
Sir; I beg to remind you that The
Uniform Code of Thrush Procedure
states quite clearly that...

BALDANADO (furious)
Don't quote that nonsense to me, you
insubordinate puppy! You mean you
and those undergraduate engineers of
yours took it upon yourselves to
disobey...

146
CONT'D
(3)

MAX (he can't back
off now - still at attention)
...states quite clearly that in a
time of crisis, the second in com-
mand of any Thrush satrap may, when
his commanding officer is rendered
either incompetent, or...
(another glance at Jojo)
...or...

BALDANADO

Enough!

Baldanado's fury suddenly transcends mere loudness.
He sits back in his seat, cocks a glaring eye at
Max, and gulps down his glass of champagne.

BALDANADO (quiet,
ardent menace)
I wanted Harry Pendleton to stay
dead and I gave you an order and...

JOJO (interrupting)
Stay dead?...what d'you...mean...

BALDANADO (cont'd; to
Max)
...and you disobeyed it and I'll
have your hide so help me you
little...

MAX (still rigid)
Sir; the Board of Review at Thrush
Central will, I am sure, uphold and
find justifiable the decision of
your second in command to carry out
the functions which...

JOJO (grabs Baldonado's
arm firmly - she must know)
Is Harry Pendleton alive? Tell me!

Turning toward Jojo again, Baldanado misinterprets
her panic. To him, it seems her interest must be
based upon affection for Pendleton. That saddens
him. He puts his hand trepidatiously on hers.

BALDANADO (abashed)
Please, Jojo; I...
(remembers Max's presence -
turns back to him)
You get on back to the graveyard and
see to that Uncle agent in the bell
tower...
(takes Solo's gun from table -
covers Solo - looks at Jojo)
...I'll be along.

54

BALDONADO (cont'd;
turns back to Max)
...and later on, we'll see what the
Board of Review has to say about
Thrush underlings who lose their
heads and manufacture non-existent
crises. Get out!

Max wheels around and goes o.s. Jojo sits back
numbly against the seat, staring straight ahead in
her shock. Baldanado, still with half an eye on
Solo (and the gun aimed at Solo's belly), continues
to interpret her reactions as based upon romance.

BALDONADO (cont'd;
to Jojo)
Please, my dear. I wished Harry
Pendleton no harm. But to lose you
back to him...

This last speech has jolted Jojo somewhat out of her
numbness. She glances (in veiled desperation) up at
Solo, who nods slightly, indicating Baldanado - i.e.,
"go along with it; do your stuff". Jojo understands.

JOJO (with tenderness)
I told you before: a strong, mature
man... a leader of men...
(her hand touches his)
...you...

Baldanado realizes he hasn't lost her. He'd grin
if he knew how. He's got strength again. He pats
Jojo's arm and turns his full attention to Solo.
He is, once again, the fitting nemesis.

BALDONADO (rising)
All right, Uncle man; into my office,
and let's find out why and how you
got here.

Solo (his hands in the air) precedes Baldanado toward
the office door. Jojo slides out of the booth also,
and walks right behind Baldanado.

BALDONADO (as they
reach office door)
Open it.

Solo opens it, but as Baldanado is prodding him
through the doorway, Jojo pretends to slip - to turn
her ankle. She bumps against Baldanado, and gives a
short CRY of pain. Almost involuntarily, Baldanado
half-turns back toward her. It is all the time Solo
needs. He rabbit-punches Baldanado's gun hand, and

knocks the weapon to the floor. Solo retrieves it, and it is now Solo who covers Baldanado.

146
CONT'D
(5)

JOJO (to Baldanado -
rubbing ankle)
Sorry, dear...really.

SOLO (to Baldanado)
Okay, now you listen to me. Your
men've got my friend and I've got
you... Fair trade.

BALDANADO (frigid;
unafraid)
Don't be absurd.

SOLO (after an
instant's pause)
I see...
(turns gun on Jojo)
...Well, how about you, young lady?
You prepared to die for Mother Thrush?

BALDANADO (aplomb
gone - afraid for her)
Now wait...look here...

SOLO (to Baldanado)
You get my friend out of the clutches
of those maniacs of yours...or I blow
your girl friend's head off.

VERY CLOSE SHOT - JOJO'S FACE

147

She's genuinely paralyzed with fear. This kind of
thing wasn't bargained for.

SOLO'S VOICE (o.s.)
You've got exactly five seconds to
decide.

ZIP PAN TO:



INT. PROJECTOR ROOM - MED. CLOSE SHOT - NIGHT

148

Max stands in F.G. with Eddy and Nameless. In B.G., Al stands over Harry Pendleton (who lies on the sleeping cot). He is taking Pendleton's pulse.

MAX (to Eddy and Nameless)
All right, it's dark enough now.
Remember; single file till we get to the bell tower....
(to Al)
....Al, you stay with Pendleton.
And get back to work on those spheres.

As Max, Eddy and Nameless move O.S., we HEAR Pendleton MOAN softly. Al starts rubbing his wrists.

CUT TO:

EXT. CRYPT AREA - FULL SHOT - NIGHT

149

as the three Thrushmen come out swiftly, one by one, their guns drawn. They move - quickly but with caution - toward the tower.

QUICK CUT TO:

INT. BELL TOWER - CLOSE SHOT - ILLYA'S FACE

150

He is peering out of the side facing the cemetery, and reacts to what he sees below.

ILLYA'S POV

151

The Thrushmen are approaching the tower.

BACK TO ILLYA

152

He now moves around the tower nervously; thinking fast and worrying well. He HEARS the door to the tower open O.S.

Original

INT. STAIRWAY OF BELL TOWER - MED SHOT

153

as the Thrushmen rush inside, and begin climbing the stairs.

ENTRANCE TO TOWER ROOM - MED. SHOT

154

as the Thrushmen come to the grating and peer carefully into the room, which - from their POV - seems deserted. Max pushes a button on the wall, and the grating rises.

REVERSE ANGLE - BELL TOWER ROOM - MED SHOT

155

as the Thrushmen enter, weapons ready. CAMERA IS NEAR the carillon keyboard, and now TILTS DOWN to discover Illya crouched in its shadow. Holding his gun in one hand, he reaches for his miniature tuning fork with the other. CAMERA MOVES BACK to take in both Illya and the Thrushmen as they carefully spread out and move forward into the room. Now, one of the Thrushmen is almost abreast of Illya.

CLOSE SHOT - ILLYA

156

He tosses the tuning fork back toward one of the largest carillons.

FULL SHOT

157

Strength and loudness greatly magnified by the vibrating fork, the carillon gives out an ear-shattering BONG! In that instant, and as the Thrushmen are peeling their stomachs off the ceiling, Illya makes a dash for the stairs.

THRUSHMEN'S POV

158

Recovering a split second faster than his buddies, Max FIRES just as Illya goes out of the room. The bullet misses, and the Thrushmen now rush out after Illya.

CUT TO:

EXT. BELL TOWER - FULL SHOT - NIGHT

159

as Illya comes charging out of the tower door, slamming it behind him. He runs TOWARD CAMERA, and dives into the underbrush just as the Thrushmen emerge to follow.

QUICK CUT TO:

EXT. CEMETERY AREA - MED. SHOT

160

following Illya as he dashes through the underbrush in a half-crouch. He pauses to rest behind a large headstone, momentarily safe from his pursuers. Suddenly, he HEARS the soft BUZZ of the homing device meter in his pocket. Frowning, he pulls it out and looks at it.

QUICK CUT TO:

INT. PROJECTOR ROOM - CLOSE SHOT - AL

161

He has been working on the projector; and now, already holding one of the guilty spheres in his hand, he extricates the second. As he stares down at them, we:

QUICK CUT BACK TO:

EXT. GRAVEYARD - CLOSE SHOT - ILLYA - NIGHT

162

Using the meter as a geiger counter, he moves from behind the headstone in a direction which apparently increases the reading on the meter needle. He looks around briefly for his pursuers as he inches along from headstone to headstone, homing in on the source of the meter activity.

ANOTHER ANGLE

163

as Illya approaches the crypt.

ILLYA

So that is where you've been hiding...

He advances on the crypt, stepping through the
little picket fence.

INTERCUTS - CLOSE SHOTS - ILLYA AND BRONZE BUST

164

The bronze eyelids on the bust flip up. The eye sockets begin to glow dully. Illya takes another step, and the eyes glow more brightly; another step, and the two metal prongs come thrusting out. CAMERA MOVES IN ON Illya's foot as he raises it to take another step. With his foot still in the air, we HEAR someone O.S. FIRE at Illya. The bullet pocks the ground, and Illya lurches backward reflexively, away from the grave, while the meter flies out of his hands toward the crypt.

ANGLE ON BUST

165

Simultaneously, the two metal prongs shoot arcs of static electricity. The meter is burned to a cinder for having gotten too close.

CLOSE SHOT - ILLYA

166

He sees the meter being fried as he might have been, before turning his attention toward the source of the gunfire.

LONG SHOT - ILLYA'S POV

1

Across the graveyard, Max and Nameless have spotted Illya, and are moving toward him. One of them FIRES again.

INTERCUTS - ILLYA - MAX AND NAMELESS

1

Illya, flattening out on the ground for an instant, FIRES back. Nameless falls. Illya dashes away, zooming in and out of the cover of the headstones while being FIRED upon. He finally jumps to the cover of a tree - and finds Eddy waiting for him, weapon levelled at his head. Illya drops his own gun and raises his hands. He's a prisoner.

ZIP PAN TO:

EXT. CEMETERY ENTRANCE - MED. SHOT - NIGHT

as Solo, Baldanado and Jojo enter the cemetery.

Solo's weapon is trained on Jojo, not Baldanado.

169
CONT'D
(2)

SOLO (to Baldanado)
Move carefully, my chubby friend.
I'd hate having to put a hole in
this adorable mink coat.

MED. SHOT

170

as they move through the shrubbery near the path.

SOLO (cont'd.)
Far enough. The girl and I wait here.
You've got five minutes to bring my
friend out of that no-man's land,
with all parts intact and functioning
....clear?

BALDANADO (to Jojo)
Jojo. If I do this thing; if I
turn my back on Thrush....on my
own people....I must be sure; of
you, I mean. Of us.

JOJO (tenderly - arm
outstretched)
I'll be waiting, sweetheart....
(to Solo - as Baldanado goes O.S.)
...gee, I keep forgetting to ask him
his first name.

ZIP PAN TO:

INT. PROJECTOR ROOM - MED. SHOT - NIGHT

17

Max stands over Pendleton's cot, having just helped
him to a sitting position. Max holds the spheres,
one in either hand. Pendleton, his head in his
hands and pretty weavy, is not yet in very good shape.

MAX
Mr. Pendleton....

CAMERA PULLS BACK and ANGLE WIDENS to discover Illya
and Eddy, who has just tied the Uncle agent to a
pillar with several yards of wire.

MAX (cont'd.; to Pendleton)
...are you well enough yet to answer
a question or two about these spheres?

Pendleton looks up, has trouble focusing on the sphere.

PENDLETON (very punchy)

REACTION SHOT - ILLYA

172

He'd hate to have Pendleton reveal who had those spheres the last time he saw them.

AL'S VOICE (o.s.)
Hey! It's Baldanado!

ANGLE FAVORING AL

173

He is peering through the periscope.

MAX'S VOICE (o.s.)
Well, well....Switch off the electric trap so he can get in...
(wryly)
...if he can remember how.

Al moves a step from the periscope, and flicks a switch near the one used to raise and lower the (elevator) false crypt flooring.

ANGLE ON MAX AND EDDY

174

EDDY (suddenly nervous - fidgety)
Baldanado...he was pretty mad about us...you...injecting Pendleton with the antidote, eh?

MAX (stares at him in unpleasant surprise)
Eddy, you are going to help me tell the straight story to Thrush Central
....aren't you?
(silence)
....Eddy!

EDDY (quickly)
Well now, that's not fair, Max, to put me on the block like that. I mean, you're in command here. I only discussed the idea with you...
(starts shaking his head)
...I mean, disobeying Baldanado's direct orders like you did....

PENDLETON'S VOICE (o.s.)
What's...going on? Is everything...
all right?

ANGLE WIDENS to include Pendleton. Obviously, the cobwebs are beginning to leave him.

174
CONT'D
(2)

CUT TO:

EXT. CRYPT AREA - LONG SHOT - NIGHT

175

of Baldanado, about to enter the crypt (with CAMERA as close as possible to Solo's POV).

QUICK CUT TO:

CLOSE TWO SHOT - SOLO AND JOJO

176

as they peer ahead into the darkness.

SOLO (to Jojo)
Did pretty well for yourself today.

He takes Jojo's arm and holds it up, examining her magnificent new bracelet.

JOJO (a bit huffy -
retrieving her arm)
Man does not live by bread alone,
Mr. Solo....
(he tosses her a jaundiced look
- she suddenly grins up at him)
...You're kind of a lulu, you know
that?....
(runs her fingertip lightly down
the length of his nose)

ZIP PAN TO:

INT. PROJECTOR ROOM - MED. CLOSE SHOT - NIGHT

177

Illya is tied up, his back to us, in immediate f.g. Max walks toward him slowly (still holding both spheres). In b.g., Pendleton, still shaky but functioning now, watches.

MAX (approaching Illya)
I knew I'd seen that funny hairdo
before. You're the one the girl
'killed' out in front of her
apartment the other night...for
our benefit, I imagine.

He is face to face with Illya now, and still holding a sphere in each hand, gives Illya a backhand smack across the jaw.

177
CONT'D
(2)

MAX (turns back to
Pendleton, hefting sphere)
So Uncle did get to these things...
and we wondered why they wouldn't
work...
(tosses the spheres disgustedly
toward the area off projector
room)
...And the girl...leading Baldanado
around by the nose....
(sees it all now)
...The girl!

PENDLETON
Wait a minute. What girl?....You
don't mean...my girl....Jojo?

Max is about to answer, as we HEAR the false bottom flooring of the crypt begin to descend. All heads turn toward the SOUND.

FULL SHOT - FROM ABOVE

178

CAMERA DESCENDS into the room with Baldanado. The back of his head is in immediate f.g., and everyone in the room is looking up at us.

REVERSE ANGLE

179

as Baldanado steps off the 'elevator' and moves slowly - frigid and rigid - into the room. He sees the two spheres on the floor before him. He bends to pick them up. Why have they been tossed aside like that? He glances briefly at them and then glares, squinty-eyed and suspicious, at those who face him.

INTERCUTS - BALDANADO - OTHERS

180

EDDY (attempts
a twitchy smile)
Hi, Mr. Baldanado....

Baldanado does not answer. Everything about him now is cold, quiet, purposeful menace.

BALDANADO (indicating
Illya)
Release that man.
(silence - in their
surprise, no one moves)
Release that man.

MAX (doesn't fathom
this)
Sir....that's an Uncle agent. He
was the one...

BALDANADO (interrupting)
I said release....that...man.

EDDY (overcome by
fear of Baldanado)
Yessir.

Eddy moves quickly to Illya, and begins the rather
lengthy process of unwinding the wire which wraps
him to the pillar. As he does so, Baldanado begins
nervously rolling the two spheres around in his
hands; playing with them absently; nervously.

BALDANADO (to Max -
with great malice)
....You....my bright, good looking
young helper...

PENDLETON (head
crystal clear by now)
Mr. Baldanado...what's going on here?
Those spheres you're holding were....

BALDANADO (ignores
Pendleton - to Max, with
dark suspicion)
...These spheres were on the floor
over there. Why is that, Max? You
maybe sabotage them yourself, Max?
The same way you sabotaged me,
maybe, by...
(indicates Pendleton)
...by bringing this -
(beat)
- Casanova here back to life so he
can....

PENDLETON (interrupting)
Will someone please....

BALDANADO
Shut up! Everybody shut up!
(drops spheres - draws
his pistol)

Eddy has just finished untying Illya. But even Illya moves with caution as he steps away from the pillar. Baldanado's gun encompasses everybody.

180
CONT'D
(3)

BALDANADO (beckons
to Illya)
Well let me tell you something, the bunch of you: I don't need Thrush anymore; I don't have to worry about scheming, unfaithful subordinates anymore. Because finally; finally and for the first time in my life, I've got something waiting for me upstairs that....

Illya, fully aware that Baldanado's teetering on the edge of something drastic, is moving toward him as directed - but very cautiously.

MAX (interrupting -
loud and clear)
'The girl is working for Uncle, Mr. Baldanado....you hear me? She's an Uncle agent!

Baldanado's face looks as though someone bashed his instep with a hammer. His eyes pop uncontrollably.

BALDANADO (to Max)
Liar!

Reflexively - as though clutching for a branch as he falls from a cliff - Baldanado FIRES at Max, who falls. Wounded badly, he turns to look up at Pendleton.

MAX (to Pendleton)
Tell him....

Illya is now just about alongside Baldanado, whose every fibre is now concentrated - along with his gun - upon Pendleton.

BALDANADO (to Pendleton;
irrationally - daring him)
Tell me what, Casanova....
(extends gun hand)
....Tell me what!

Pendleton's mouth opens, but the gun barrel aimed at his chest paralyzes his vocal chords. At this moment, Illya makes a grab for Baldanado. The latter has, in his irrational fury, the strength of several men. They wrestle for the gun.

ANGLE ON PENDLETON

181

With Illya and Baldanado preoccupied, and with Eddy and Al just cowering in a corner, it is up to Pendleton. He moves to Max's body, and extracts his gun.

ANGLE ON GROUP

182

Pendleton is just levelling his weapon as Illya, wresting Baldanado's gun away, FIRES at Pendleton from around Baldanado's bulk. Pendleton falls.

ANGLE FAVORING EDDY AND AL

183

Illya, in f.g., turns his gun on them. Mechanically, made slow because of their fear, the two Thrushmen raise their hands in horrified unison. Baldanado is recovering from the hearty shove given him by Illya when he took the gun.

BALDANADO (to Illya -
anxious)
Those two are nothing...please...
come out with me quickly. Your
friend gave me five minutes...

CAMERA FOLLOWS as Illya pauses a moment, then moves with Baldanado toward the 'elevator'. As Illya enters, Baldanado presses the 'up' button. Baldanado joins Illya as the elevator starts to rise. Illya still has his gun trained on the two Thrushmen below - and now it is Baldanado who takes Illya unawares. They struggle for the gun. Just as the elevator goes up out of FRAME, we see Baldanado deliver a vicious blow which sends Illya bouncing off the side of the elevator.

CUT TO:

EXT. CEMETERY NEAR CRYPT - CLOSE TWO SHOT

183X1

of Solo and Jojo. Apparently, she's been continuing to use her feminine wiles, but Solo isn't having any yet. She runs her fingers up his arm and onto his neck as she speaks.

JOJO
Even the first time I saw you...
so businesslike and everything...

QUICK CUT TO:

INT. PROJECTOR ROOM - FULL SHOT

183X2

Pendleton lies motionless, while Eddy and Al still stand there, not knowing what to do. Max, probably mortally wounded, looks up at Eddy from the floor.

MAX

Eddy!...the electricity!...the security trap...

(gestures toward the proper switch)

Eddy doesn't know what to do. Should he pull the switch and perhaps fry Baldanado? Should he just stay there, where it's safe and peaceful?

MAX (cont'd)

Eddy!...

QUICK CUT TO:

EXT. CRYPT AREA - MEDIUM SHOT - NIGHT

184

as Illya, holding the back of his obviously pain-filled head, is led out of the crypt at the point of Baldanado's gun. Just as they approach the picket fence, we have

INTERCUTS - EDDY (PROJECTOR ROOM) - SOLO AND JOJO
 BALDANADO AND ILLYA - BUST ATOP CRYPT

184X1-
 184X5

Eddy has decided to comply with Max's pleading. He moves to throw the switch - and does so. The eyeballs and prongs on the bust atop the crypt are activated, but an INSTANT too late. Baldanado has already prodded Illya a foot or so past the electric eye in the little picket fence. Suddenly, however, Baldanado stops short. He is looking past Illya, O.S.

POV - SOLO AND JOJO

185

They are suspiciously close together.

CLOSE TWO SHOT - SOLO AND JOJO

186

Solo sees that Illya is covered, realizes the effect that his nose-to-nosing with Jojo might have on the Thrush leader. Thus, as Jojo turns now to look toward Illya and Baldanado, Solo uses his finger to turn her head right back into the kissing position she'd previously been trying to get him into.

SOLO (to Jojo - now
ignoring Baldanado and Illya)
You were saying?...
(kisses her - one eye open)

TWO SHOT - BALDANADO AND ILLYA

187

Seeing what Solo and his beloved Jojo are doing, Baldanado's eye-widening gives way to an absolute demolition of reason. With an inarticulate ROAR, he turns his weapon from Illya toward Solo and Jojo. Illya now grabs for it. CAMERA FOLLOWS as they wrestle once again for the gun. Their struggle takes them back through the picket fence.

INTERCUTS - ILLYA AND BALDANADO - SOLO AND JOJO -
BUST ATOP CRYPT

188-193

As the bust (eyeballs, etc.) is reactivated; as Illya and Baldanado thrash closer and closer to it; as the metal prongs pop out ominously - Solo is still immersed in the kiss, oblivious to it all. Finally, Illya gets punching room, and lands a haymaker on Baldanado. The Thrushman is knocked backwards - too close to the bust. The prongs spew out their static electricity.

REACTION SHOT - ILLYA

194

as Baldanado is fried. That done, he turns back toward Solo and Jojo (o.s.). He is out of breath and dog tired. Thus, he now makes a very wry face at what he sees.

ILLYA (softly; to
himself, but directed at
Solo - caustic)
...We do work well together, don't
we?

QUICK CUT TO:

TWO SHOT - SOLO AND JOJO

195

They are still kissing.

SOLO (to Jojo -
reacting from nifty kiss)
My, my...I've,eh...got a week's
vacation coming up pretty soon; eh...

JOJO (purring)
Oh?... With pay?

At her last remark, Solo gathers his wits back
together, and begins backing off slightly, as
we FREEZE FRAME.

FADE OUT.

THE END